

September 17, 2008

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City of Madison Plan Commission  
Plan Department  
215 Martin Luther King Jr. Blvd.  
Room LL100  
Madison, WI 53703-3348

Re: Letter of Intent – Amendment to Existing PUD/GDP

Dear Commission Member:

The Marcus Corporation in the accompanying application is requesting an amendment to the existing PUD/GDP zoning for the property generally located in the southeast quadrant of Nelson Road and Highway 151, and more particularly described in the enclosed exhibits. In 2001 the City of Madison approved PUD/GDP zoning for the project site and for land immediately adjacent to the southeast of the project site. The 2001 approved plan embodied a small scale community retail center with residential development on the adjacent land. The adjacent land is now under separate ownership and is in the process of phased residential development. No development has occurred on the commercial portion of the project.

This application seeks amendment to that portion of the PUD/GDP zoning governing the commercial development. The requested amendment preserves the “main street” concept reminiscent of a small town retail street highlighted with functional public space, which was the hallmark of the existing PUD/GDP zoning. This application proposes that as Phase I an entertainment facility consisting of 16 movie screens, bowling lanes and a restaurant be developed to serve as an anchor of the “main street” retail development. Unlike the original 2001 GDP, this application is driven by a major destination. The applicant believes that the entertainment facility will be the “people generator” and serve as an economic catalyst for the “main street” retail/restaurant development, the adjacent residential development, as well as for the larger free-standing buildings, which will be built in subsequent phases.

Overall the intended uses generally maintain the mix of uses contemplated in the original PUD/GDP zoning, including the entertainment complex. The mix of uses are set forth in greater detail in the accompanying exhibits. The close proximity of the proposed commercial development to the adjacent residential development will encourage a pedestrian friendly environment. By kicking off a comprehensive, mixed-use development plan with a state-of-the-art entertainment venue, the critical mass necessary to create a fully functioning neighborhood will take shape.

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The following is the required information regarding the project:

1. Name of the Project

Marcus Crossing

2. Names of Parties

The Marcus Corporation – Katie Falvey, Director of Real Estate.

Land Use Planners – Schreiber Anderson – Christopher Thiel.

Architect – TK Architects Incorporated – Mike Cummings.

Construction Consultant – Tri-North Construction – Steve Harms, Tom Thayer.

Legal – Foley & Lardner LLP – Henry A. Gempeler

3. Description of Existing Conditions

The rezoning site consists of approximately 26 acres of undeveloped land adjacent to the developing residential portion of the project. It is a reasonably isolated site bounded by Highway 151 to the north, the landfill to the east, small to mid residential followed by industrial development to the south and C3 commercial, predominantly auto dealerships, across Nelson Road to the southwest. The existing grade slopes downward significantly from the west (Hwy. 151) toward the northeast. An approximate 5-acre perpetual greenspace buffer zone exists between Hwy. 151 and the subject parcel.

4. Proposed Uses

Phase I – Consists of an approximate 95,000 square foot entertainment facility, including 16 movie screens, bowling and a restaurant with indoor/outdoor seating. A proposed floor plan is enclosed. The facility will be designed in the art moderne architectural style and will include state-of-the-art technology to appeal to all age groups but particularly Madison' tech savvy and style conscience younger generations, who prefer a contemporary live/work/play environment. It is expected that the facility will be LEED certified.

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Future Phase – Two building sites for mid sized commercial destination retailers, office, entertainment or health care use ranging from approximately 57,000-148,000 total square feet Specific uses are market dependent.

Future Phase – Mixed-use development, including retail, commercial, residential totaling approximately 51,000-128,000 square feet constructed in a “main street” configuration with public plaza. An exhibit is enclosed depicting the typical layout. It is envisioned that the “main street” development will serve three primary customer groups: (1) theatre and restaurant goers; (2) nearby residents; and (3) daytime nearby office workers. It is expected that some of the uses will be synergistic with the theatre, such as bookstores and restaurants. The typical neighborhood, retail and services could include salon/barber, mail/copying, dry cleaning and similar services. Further, the two medium retail buildings may be a catalyst for “main street” retailers who may follow the anchor users locating within the mid-size buildings. For example, if a general merchandise retailer locates in one of the free-standing buildings, then other apparel retailers may follow on “main street”; if a health/fitness club goes in, a health food/nutrition store may go into “main street”; if a medical clinic or doctor’s office goes in, a pharmacy may come to the “main street” area. In other words, we believe that the specific uses in the “main street” corridor will be determined in part, and supported by, the theatre and the anchor users in the larger buildings.

5. Construction Schedule

Phase I – Entertainment facility with related parking, looped road, signage, stormwater and related landscaping. Phase I construction to commence spring 2009.

Future Phases – Both the mixed-use “main street” development and the mid-sized Commercial/Retail/Entertainment/Health Care facilities will be commenced upon market demand. As noted above, some of the “main street” development may be driven in part by the users of the mid-sized commercial/retail/entertainment/health care buildings.

6. Layout of Site

The “main street” development is strategically located in close proximity to the adjacent residential development to the east and connected via two public roadways to permit ease of pedestrian and neighborhood motorist movement.

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The layout of the “main street” buildings compliments the residential neighborhood and acts as a buffer between it and the development’s parking fields. All “main street” buildings are easily accessed on foot from the residential neighborhood. Moreover, it is intended that the convenient loop road will actually deter theatre traffic from exiting through the neighborhood as customers will naturally take the loop road around and exit via Crossing Place or Morgan Way.

The “main street” development is anchored by the entertainment facility, which will serve as the people generator and economic catalyst for “main street’s” smaller retail development. The location of the looped road is intended to draw users of the entertainment facility through the “main street”, and the proximity of uses will encourage pedestrian movement among the uses and adjacent residential development.

The two mid-sized retail/office/healthcare pads are positioned to break up the parking fields, provide excellent visibility for users of these buildings, and to provide convenient pedestrian movement between them and to and from “main street” and the entertainment complex.

Overall the site is designed to allow visitors to park once. The locations of all the buildings and parking fields in the development are sensitive to the residential development to the east. Additionally the project is designed to afford some visibility from the intersection of High Crossing and Nelson Road to the activity and lights of “main street” and the movie theatre.

#### 7. Transportation

As noted above, the site is relatively isolated. However, through the proposed layout, it is intended that upon arrival a user will be confronted with a pedestrian friendly environment. The key transportation elements are:

**Looped Road** – The looped road will be a full-service roadway, including a bike lane. It is intended to bring users of the development through the “main street” and to serve as the primary ingress and egress to the development. The looped road is connected via two public road ways to the adjacent residential area to assure ease of movement to and from the residential development.

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**Parking** – Parking is located throughout the project and is intended to be shared by all users. With the layout of streets, buildings, walkways and bikeways, it will make it possible for visitors to park once and then safely walk to anywhere within the plan area plus to and from future residential development to the east. The parking fields are buffered from the adjacent residential development by the “main street” development.

The parking includes approximately 1,444 total parking stalls for the entire development. Depending on how densely the site is ultimately built out, the parking ratio may range from 5.45/1,000 sf to 3.85/1,000 sf or lower. Comparatively, the 2001 GDP provided a parking ratio of 4.76/1,000 sf and a retail mall such as East Towne Mall has 5.5 stalls per 1,000 sf. Retailers typically require a ratio of 5/1,000 sf. It is important to note that the entertainment complex requires up to 1,000 parking spaces...merely enough to provide at least 1 parking space for every 3-4 seats in the theatre (the industry standard) plus parking for additional patrons of the bowling lanes and restaurant. These 1,000 spaces need not be exclusive so a shared parking arrangement, like Marcus Crossing will achieve, is ideal. However, care must be exercised to assure adequate available parking for the “main street” retailers.

The blended parking ratio for the complete build-out is 3.84 stalls per 1000/SF. The 2001 GDP has a parking ratio of 4.76 stalls per 1000/SF, and comparatively, a retail mall such as East Towne Mall has 5.5 stalls per 1000/SF.

**Pedestrian** – The layout of the site and related uses is intended to encourage a free-flow of pedestrian movement. The “main street” development and entertainment facility located in close proximity to the residential development should encourage nearby residents to walk to the development. Further, as noted earlier, the entertainment facility located at the “head” of “main street” should encourage theatre goers to explore the “main street” options and public plaza on foot. Finally, the public plaza will draw visitors to the site to that central location.

**Bicycle Path** – The bike lane is incorporated in the full-service looped road. It is intended to bring bike visitors through the “main street”

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development to encourage interaction and use. Bicyclists may safely enter the looped road at the traffic control signals of Nelson Road. Further bicyclists will have the option of bypassing the development using existing bike paths; however, the intended design encourages bicyclists to cross Nelson Road at the traffic control signals and interact with the “main street” experience.

Mass Transit – The plan allows several alternative locations for a bus stop and convenient ingress and egress for the buses. Such locations could include the intersection of Crossing Place and Pheland, Morgan Way and Grand Crossing, or in front of the movie theatre. Should transit intend to extend bus service to the project site, we will cooperate.

8. Estimated Number of Employees

Phase I – Approximately 10 full time and 250 part time employees.

Future Phases – undetermined. Will depend upon the specific use.

9. Hours of Operation

Phase I – Approximately 9 AM to 2:30 AM.

Future Phases will depend upon the individual uses.

10. Residential

The number and type of dwelling units, type of units and number of bedrooms per dwelling unit will be determined in connection with that phase of the development. It is anticipated few, if any, school children will reside within the development but that too will be determined in connection with that phase of the development.

11. Description of Trash Removal and Snow Removal

The project will be serviced for trash, snow removal and other maintenance through commercial services.

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12. Design Standards

Applicant intends to prepare and record design standards setting forth style, materials, theme and amenities for the full development of the site.

13. Property Management

Applicant foresees designating a property manager who will have responsibility for public plaza programming and programming of "main street" activities.

Should you have any questions regarding the above, please feel free to contact me.

Very truly yours,



Henry A. Gampeler

Enclosures

cc Katie Falvey  
Alderman Joe Clausius